Fyrwald J E	Erik										
Form 5 February 03	3 2012										
FORM									OMB	APPROVAL	
Check th no longer	UNITED tis box if	STATES		RITIES AN shington, D			GE C	OMMISSIO	N OMB Number: Expires:	3235-0362 January 31,	
to Sectio Form 4 c 5 obligat may cont	n 16. or Form AN I ions		ATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES					Estimated burden h	Expired: 2005 Estimated average burden hours per response 1.0		
<i>See</i> Instr 1(b). Form 3 H Reported Form 4 Transact Reported	Filed pu ^{Holdings} Section 17 I	(a) of the l	Public U		ng Comp	any /	Act of				
1. Name and Address of Reporting Person <u>*</u> Fyrwald J Erik			2. Issuer Name and Ticker or Trading Symbol ECOLAB INC [ECL]					5. Relationship of Reporting Person(s) to Issuer			
	(Last) (First) (Middle) ECOLAB INC., 370 WABASHA STREET N. (Street)			 3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year) 12/31/2011 4. If Amendment, Date Original Filed(Month/Day/Year) 				(Check all applicable) <u></u> Director <u></u> 10% Owner <u></u> X Officer (give title <u></u> Other (specify below) President			
								6. Individual or Joint/Group Reporting (check applicable line)			
ST. PAUL	, MN 55102							_X_ Form Filed b Form Filed by Person	y One Reporting More than One		
(City)	(State)	(Zip)	Tab	le I - Non-Der	ivative Se	curiti	es Acq	uired, Disposed	of, or Benefic	ially Owned	
1.Title of Security (Instr. 3)	2. Transaction Dat (Month/Day/Year)	any Code		Transaction	Disposed of (D) (Instr. 3, 4 and 5) (A) or			5. Amount of Securities Beneficially Owned at end of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
Common	\$	â		2	Amount	(D)	Price	â	T	J. Erik	

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46,109 (2)

3,293 (2)

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Common

Common

Stock

Stock

Stock

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Fyrwald

Fyrwald

JAK Limited

Partnership

GRAT

Trust

Erik

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Common	â	Â	â	Â	â	â	43,783 <u>(2)</u>	D	â	
Stock	A	A	A	A	A	A	43,783 <u>(-)</u>	D	A	

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

(e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amou Underlying Secur (Instr. 3 and 4)	
					(A)	(D)	Date Exercisable	Expiration Date	Title	Am Nur Sha
Restricted Stock Units	Â	12/01/2011	Â	A4	54,852 (4)	Â	(5)	(5)	Common Stock	54
Restricted Stock Units	Â	12/01/2011	Â	A4	77,265 (6)	Â	(7)	(7)	Common Stock	77
Restricted Stock Units	Â	12/01/2011	Â	A4	56,018 (8)	Â	(9)	(9)	Common Stock	56
Employee Stock Option (Right to Buy)	\$ 30.67	12/01/2011	Â	A4	227,660 (10)	Â	12/01/2011	03/07/2018	Common Stock	22

Date

Reporting Owners

Reporting Owner Name / Address	Relationships									
	Director	10% Owner	Officer	Other						
Fyrwald J Erik ECOLAB INC. 370 WABASHA STREET N. ST. PAUL, MN 55102	Â	Â	President	Â						
Signatures										
David F. Duvick, as Attorney-in	02/0	03/2012								

<u>**</u>Signature of Reporting Person

Frywald

SEC 2270

(9-02)

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 4(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Mr. Fyrwald beneficially owned 10,200 shares of Ecolab common stock in a living trust on December 1, 2011, the date on which he became an officer of Ecolab. The additional 2,322 shares of Ecolab common stock in the trust were issued to Mr. Fyrwald as merger

 consideration pursuant to the Agreement and Plan of Merger dated as of July 19, 2001 between and among Ecolab, Sustainability Partners Corporation and Nalco Holding Comopany (the "Merger Agreement") following completion of the merger on December 1, 2011.

(2) The Form 4 filed by Mr. Fyrwald on December 5, 2011, and amended on December 9, 2011, with respect to the shares of Ecolab common stock issued to him as merger consideration pursuant to the Merger Agreement reported in error that he had direct beneficial ownership of 125,968 shares of Ecolab common stock following the December 1, 2011 consummation of the merger. As corrected, Mr. Fyrwald had direct and indirect ownership of the shares of Ecolab common stock as reported in column 5 of Table I above.

(3) Each restricted stock unit represents the contingent right to receive one share of Ecolab common stock, subject to the terms and conditions set forth in the restricted stock unit agreement.

The Form 4 filed by Mr. Fyrwald on December 5, 2011, and amended on December 9, 2011, reported in error that he acquired 111,943 restricted stock units upon the conversion of restricted stock units covering 164,723 shares of Nalco common stock pursuant to the

- (4) Restricted stock units upon the conversion of restricted stock units covering 104,725 shares of Valco common stock pursuant to the Merger Agreement. As corrected, Mr. Fyrwald acquired 54,852 restricted stock units upon the conversion of restricted stock units covering 80,714 shares of Nalco common stock.
- (5) The shares will vest on February 28, 2012, subject to continued employment at the vesting date.

The Form 4 filed by Mr. Fyrwald on December 5, 2011, and amended on December 9, 2011, reported in error that he acquired 55,189 restricted stock units upon the conversion of restricted stock units covering 81,210 shares of Nalco common stock pursuant to the

- (6) Restricted stock units upon the conversion of restricted stock units covering 51,210 shares of Natco common stock pursuant to the Merger Agreement. As corrected, Mr. Fyrwald acquired 77,625 restricted stock units upon the conversion of restricted stock units covering 113,694 shares of Natco common stock.
- (7) The shares will vest on February 28, 2013, subject to continued employment at the vesting date.

The Form 4 filed by Mr. Fyrwald on December 5, 2011, and amended on December 9, 2011, reported in error that he acquired 52,353 restricted stock units upon the conversion of restricted stock units covering 77,037 shares of Nalco common stock pursuant to the

- (8) Restricted stock units upon the conversion of restricted stock units evening (7,05) shares of Nates conversion of restricted stock units upon the conversion of restricted stock units covering 82,430 shares of Nalco common stock.
- (9) The shares will vest on February 28, 2014, subject to continued employment at the vesting date.

The Form 4 filed by Mr. Fyrwald on December 5, 2011, and amended on December 9, 2011, reported in error that he acquired an employee stock option to purchase 227,659 shares of Ecolab common stock upon the conversion of employee stock options to purchase

(10) 335,000 shares of Nalco common stock pursuant to the Merger Agreement. As corrected, Mr. Fyrwald acquired an employee stock option to purchase 227,660 shares of Ecolab common stock upon the conversion of employee stock options to purchase 335,000 shares of Nalco common stock.

Note: File three copies of this Form, one of which must be manually signed. If space provided is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.